

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ALABAMA
WESTERN DIVISION

WILLIE CLEVELAND, et al.,)	
)	
Plaintiffs)	
)	
vs.)	Case No. 7:09-cv-01991-HGD
)	
HUGH EDMONDS DISCOUNT)	
COMPANY, INC.,)	
)	
Defendant)	

PRELIMINARY HEARING ORDER

This Court has received and reviewed the Stipulation of Settlement agreed to by the parties. As such, this Court hereby ORDERS as follows:

1. The parties consent to the authority of the undersigned to enter a final order in this action;
2. The class is preliminarily certified for settlement purposes only;
3. The Stipulation of Settlement agreed to by the parties is beneficial to the class and warrants sending the class Notice to the class;
4. The Fairness Hearing is hereby scheduled for **March 8, 2011**, in the Hugo L. Black Federal Courthouse in **Birmingham, Alabama**, commencing at **10:00**

a.m., to consider the fairness, reasonableness, and adequacy of the Stipulation of Settlement and whether it should approved by this Court;

5. The proposed class notices and the notice methodology described in the Stipulation of Settlement is approved;

6. The Defendant or its designee(s) shall cause the class notice to be mailed not less than sixty (60) days before the Fairness Hearing;

7. The class notice is the (i) is the best practicable notice; (ii) is reasonably calculated, under the circumstances, to apprise class members of the pendency of the class action and of their right to object to the Stipulation of Settlement or exclude themselves from the class; (iii) is reasonable and constitutes due, adequate, and sufficient notice to all persons entitled to receive notice; and (iv) meets all applicable requirements of Rule 23 of the Federal Rules of Civil Procedure, the Due Process Clause of the United States Constitution, and the Local Rules of the Court;

8. The Defendant, including its representatives and any other retained personnel, is hereby authorized to communicate with potential class members, class members, and other present or former consumers who entered into a consumer credit transaction with Defendant, about the class action and the terms of the Stipulation of Settlement, and to engage in any other communications within the normal course of Defendant's businesses;

9. Each class member who wishes to exclude himself or herself from the class shall submit an appropriate, timely written request for exclusion, postmarked no later than fifteen (15) days before the date of the Fairness Hearing, to Steven Gregory, lead counsel for the Plaintiffs;

10. All class members who have not timely excluded themselves from the class are preliminarily enjoined from (i) filing, commencing, prosecuting, intervening in, or participating in, as class members or otherwise, any lawsuit in any jurisdiction based on or relating to the claims and causes of action, or the facts and circumstances relating thereto, in this action and/or the released transactions as set forth in the Stipulation of Settlement; or (ii) organizing class members into a separate class for the purposes of pursuing as a purported class action (including by seeking to amend a pending complaint to include class allegations or seeking class certification in a pending action) based on or relating to the claims and causes of action, or the facts and circumstances relating thereto, in this action and/or the released transactions as set forth in the Stipulation of Settlement;

11. Any class member who does not submit a timely written request for exclusion from the class will be bound by all proceedings, orders, and judgments in this action, even if such class member has previously initiated or subsequently

initiates individual litigation or other proceedings against Defendant relating to a released transaction as set forth in the Stipulation of Settlement;

12. Each Class Member who wishes to object to the fairness, reasonableness, or adequacy of the Stipulation of Settlement, or to the award of Attorneys' Fees, shall serve on Lead Counsel and Defendant's Counsel and shall file with the Court, no later than fifteen (15) days before the Fairness Hearing, or at such other time as the Court may direct, a statement of the objection, as well as the specific reasons for each objection, including any legal support the Class Member wishes to bring to the Court's attention, and any evidence the Class Member wishes to introduce in support of his or her objection, or be forever barred from separately objecting;

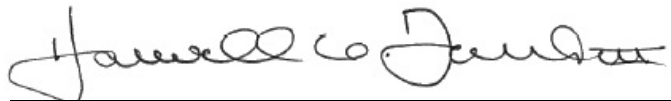
13. Any attorney hired by a Class Member at the Class Member's expense for the purpose of objecting to the Stipulation of Settlement, or to the award of Attorneys' Fees, shall file with the Clerk of Court, and serve on Lead Counsel and Defendant's Counsel, a notice of appearance, no later than fifteen (15) days before the Fairness Hearing;

14. Any Class Member who files and serves a written objection and who also intends to make an appearance at the Fairness Hearing, either in person or through personal counsel hired at the Class Member's expense, shall serve on Lead Counsel and Defendant's Counsel and file with the Court, no later than fifteen (15) days

before the Fairness Hearing, a notice of his or her intention to appear at the Fairness Hearing;

15. Defendant's Counsel and Lead Counsel shall promptly furnish each other and other counsel with copies of any and all objections or written requests for exclusion that might come into their possession.

DONE this 9th day of December, 2010.

A handwritten signature in black ink, appearing to read "Harwell G. Davis, III", written over a horizontal line.

HARWELL G. DAVIS, III
UNITED STATES MAGISTRATE JUDGE